

February 27, 2018

**British Columbia Securities Commission  
Alberta Securities Commission  
Ontario Securities Commission  
Nova Scotia Securities Commission  
Saskatchewan Financial Services Commission**

Dear Sirs / Mesdames:

**Re: American Pacific Mining Corp.**

We refer to the prospectus of American Pacific Mining Corp. (the "Company") dated February 27, 2018 to qualify the distribution of 11,365,000 Common Shares in the capital of the Company and 5,682,500 Common Share purchase warrants of the Company issuable upon the deemed exercise of 11,365,000 issued and outstanding special warrants of the Company, and 9,690,000 Common Shares issuable upon the deemed exercise of the convertible debentures in the aggregate principal amount \$969,000 of the Company.

We consent to being named and to the use, in the above-mentioned prospectus, of our report dated February 27, 2018 to the shareholders of the Company on the following financial statements:

Statements of financial position as at December 31, 2017;

Statements of loss and comprehensive loss, changes in equity and cash flows for the period from incorporation on July 1, 2017 to December 31, 2017, and a summary of significant accounting policies and other explanatory information.

We report that we have read the prospectus and all information therein and have no reason to believe that there are any misrepresentations in the information contained therein that are derived from the financial statements upon which we have reported or that are within our knowledge as a result of our audit of such financial statements. We have complied with Canadian generally accepted standards for an auditor's consent to the use of a report of the auditor included in an offering document, which does not constitute an audit or review of the prospectus as these terms are described in the CPA Canada Handbook – Assurance.

Yours very truly,

*Davidson & Company LLP*

**DAVIDSON & COMPANY LLP**  
Chartered Professional Accountants

